

Amendment 139 Contract No. 229944

To the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System

This Amendment 139 to the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System is entered into this 17th day of May, 2011, by and between ERG Transit Systems (USA) Inc, a California corporation and wholly owned subsidiary of Vix-ERG Limited, an Australian corporation, (hereinafter referred to as the "Contractor") and each of the following seven public transportation agencies (hereinafter referred to individually as an "Agency" or collectively as the "Agencies"):

1. Central Puget Sound Regional Transit Authority ("Sound Transit")
2. King County ("King County")
3. Kitsap County Public Transportation Benefit Area ("Kitsap Transit")
4. Pierce County Public Transportation Benefit Area ("Pierce Transit")
5. Snohomish County Public Transportation Benefit Area ("Community Transit")
6. City of Everett ("Everett")
7. State of Washington, acting through the Washington State Department of Transportation, Washington State Ferries Division ("WSF")

Recitals

- A. Effective April 29, 2003, each of the Agencies and the Contractor entered into Contract #229944 ("Contract") to implement a Regional Fare Coordination System ("RFC System") to establish a common fare system utilizing smart card technology. The Contractor is responsible for the development, implementation, operation and maintenance of the RFC System as specified in the Contract.
- B. The Agencies and the Contractor desire to amend Section VI of Exhibit 9, Price Schedule Special Programs, to compensate the Contractor to perform the Preliminary Analysis necessary to develop a proposal to modify the bank ACH file submission format from a NACHA file to a comma-delimited text file. This work is performed per RFCS-RFI-636 *Web Based Interface for ACH File Submission* (per the Agencies' response dated April 20, 2011). March 8, 2011 *EG* *CIC* *OK*
- C. The Parties agree that the Work necessary to perform the Preliminary Analysis will be compensated as follows.

Agreement

Section 1.0 Description of Work

1.1 The Contractor will perform the Preliminary Analysis which will include:

- (a) Work with the Agencies to confirm testing and implementation needs and schedule. If required, schedule a minimum of one meeting with the Agencies to confirm these activities.
- (b) Request and review file specifications from Wells Fargo
- (c) Assess the impact on reports currently using bank account identifiers
- (d) Assess impact on documentation, including internal operations procedures

1.2 The Contractor will present a written response to the Agencies that will include the following deliverables:

- (a) A statement of requirements and scope of work
- (b) A solution proposal, to include a detailed cost estimate and an initial schedule impact.
- (c) A list of configurable items that will be modified or added for the proposed change
- (d) A description of any waivers that will be required by ERG in order to perform the work

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the sufficiency of which is hereby acknowledged, the Parties hereby agree to amend the Contract as follows:

Section 2.0 Compensation Changes

Section VI (Implementation) of Exhibit 9, Price Schedule, is hereby amended to read as follows:

VI. IMPLEMENTATION

SPECIAL PROGRAMS

LUMP SUM COST

Amendment No. 139

To perform Preliminary Analysis to develop a proposal to modify the bank ACH file submission format from a NACHA file to a comma-delimited text file.	
TOTAL	\$3659

Section 3.0 Other Terms and Conditions

All other provisions of the Contract not referenced in this Amendment One Hundred and Thirty-nine shall remain in effect.

IN WITNESS WHEREOF, authorized representative of the Agencies and the Contractor have signed their names in the spaces provided below.

ERG Transit Systems (USA) Inc.

By: _____

Its: _____

Date: _____

The Agencies

By: _____

Their: _____

On behalf of the Agencies

Date: _____

Candace Carlson
ORCA Operations Manager
May 17, 2011

Signed by ERG Transit Systems (USA) Inc by its attorney Elaine Aulgur pursuant to Power of Attorney dated 18 June 2010:

Elaine Aulgur
Elaine Aulgur

17 May -11
Date

In the presence of:

Mark Gloss
Witness Signature

17-MAY-11
Date

Witness name: *Mark Gloss*